

EXHIBIT X

(Redacted Portions Filed Under Seal)

UNITED STATES DISTRICT COURT
SOUTHERN DISTRICT OF NEW YORK

- - - - -

SECURITIES AND EXCHANGE)
COMMISSION,)
) Case No.
Plaintiff,) 1:23-cv-1346 (JSR)
)
vs.)
)
TERRAFORM LABS PTE LTD. and)
DO HYEONG KWON,)
)
Defendants.)
_____)

VIDEO RECORDED 30(b)(6) DEPOSITION OF
TERRAFORM LABS PTE LTD. BY ITS DESIGNEE
ASHWIN MATHIALAGAN

Saturday, September 30, 2023

9:09 a.m.

Dentons US LLP
1900 K Street NW
Washington, DC

Reported By:
Marjorie Peters,
FAPR, RMR, CRR, RSA
JOB No. 230930MPE

02:00:51 1 If you turn to the next page, second
02:00:54 2 paragraph starts, "As a first step of this
02:00:58 3 partnership, Terra and CHAI will work together to
02:01:02 4 find ways to utilize Terra's blockchain technology."

02:01:08 5 Was that accurate?

02:01:11 6 A. Yes.

02:01:11 7 Q. Okay.

02:01:11 8 So at the time CHAI was not
02:01:12 9 utilizing Terra's blockchain technology?

02:01:44 10 A. At the time this article was written, I
02:01:45 11 believe, yes, CHAI -- yeah, has not utilized Terra
02:01:50 12 blockchain, yeah.

02:01:51 13 Q. I'm sorry. Just to clarify: At the
02:01:55 14 time this article was written, in June of 2019, CHAI
02:01:58 15 was not using, or utilizing Terra's blockchain
02:02:02 16 technology; is that correct?

02:02:04 17 A. I believe the answer is yes.

02:02:13 18 Q. Okay.

02:02:13 19 The next sentence starts, "CHAI
02:02:16 20 provides the infrastructure of a payment gateway,
02:02:19 21 offering both secure, reliable, and fraud-resistant
02:02:23 22 transactions, and convenient settlement with
02:02:30 23 merchants in fiat."

02:02:34 24 What does that mean, settlement with
02:02:35 25 merchants in fiat?

02:09:18 1 foundation. He didn't say he lacked a recollection.

02:09:40 2 A. I'm sorry. Your questions are very
02:09:42 3 long. Can you repeat that again?

02:09:43 4 Q. Is Do Kwon telling the truth here?

02:09:45 5 A. I don't have access to Do Kwon to answer
02:09:47 6 that question.

02:09:50 7 MR. KORNBLAU: Asked and answered.

02:09:51 8 Q. So you don't know whether as of June
02:09:54 9 2019, CHAI was using any Terra blockchain
02:09:58 10 technology?

02:10:00 11 MR. KORNBLAU: Objection to form.

02:10:43 12 A. Based on the company records I know that
02:10:49 13 CHAI was not using Terra blockchain technology.

02:10:57 14 MR. KORNBLAU: As of what --

02:10:58 15 A. As of 2019. That in -- that in -- 11,
02:11:03 16 June 2019.

02:11:04 17 Q. [REDACTED]

[REDACTED] [REDACTED]

[REDACTED] [REDACTED]

02:11:10 20 Q. That Do Kwon is -- can --

02:11:12 21 A. Sorry.

02:11:13 22 Q. That Do Kwon is referencing in this
02:11:15 23 communication?

02:11:15 24 A. No.

02:11:15 25 Q. Okay.

02:11:16 1

02:11:21 4

Q. Okay.

02:11:23 5

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02:12:23 25

[REDACTED]

[REDACTED]

[REDACTED]

If you go down to the chat at 4:45 a.m. -- sorry, 4:44 a.m., where Do Kwon says, "Private is already running, and chain TX is being committed to Columbus."

MR. KORNBLAU: Sorry, where are you at? I missed that.

MS. STAREN: Well, about halfway down the page where --

MR. KORNBLAU: Oh, okay. All right.

MS. STAREN: Do Kwon says, "private is already running." It's at 4:44.

MR. KORNBLAU: I see it now.

Thank you.

BY MS. STAREN:

Q. Okay.

What is TX, where it says "chain TX"?

A. TX generally refers to transaction.

Q. Okay. Chain transaction is being committed to Columbus. Columbus was the name of the Terra blockchain; correct?

02:17:50 1 it's this third communication at 9:40, where Do Kwon
02:17:53 2 says, "Terra payments are CHAI."

02:18:00 3 Do you see that?

02:18:05 4 A. Yes.

02:18:05 5 Q. Okay.

02:18:05 6 What does that mean?

02:18:07 7 MR. KORNBLAU: Can you -- it's
02:18:08 8 not -- I think there's some context to that
02:18:11 9 statement, so I think you need to look at it in
02:18:16 10 context.

02:18:30 11 A. I don't know what does that mean, "Terra
02:18:33 12 payments are CHAI."

02:18:34 13 Q. Okay.

02:18:35 14 If you could turn to the next page,
02:18:39 15 there is a communication starting at 9:50 a.m. from
02:18:44 16 Gigi Kwon, and he writes, "He already thinks there
02:18:47 17 is no way our model can work in Korea due to
02:18:52 18 regulatory issues." (As read.)

02:18:54 19 Do you know what regulatory issues
02:18:57 20 she's referring to there?

02:19:06 21 A. The company doesn't have a clear record
02:19:08 22 as to what this regulatory issue is.

02:19:10 23 Q. So the company does not know...

02:19:15 24 A. It's unclear to the company what the
02:19:17 25 regulatory issue is.

02:19:20 1 Q. Well, what is the company's
02:19:22 2 understanding?

02:19:26 3 A. Based on the documents that the company
02:19:29 4 has seen, the regulatory issue -- so what's your
02:19:40 5 question again? What...

02:19:42 6 Q. What is the company's understanding of
02:19:45 7 this regulatory issue or these regulatory issues?

02:19:48 8 A. Based on the documents the company has
02:19:50 9 seen, the understanding of this regulatory issue
02:19:53 10 here is in relation to licensing.

02:19:56 11 Q. Licensing, what kind of licensing?

02:20:00 12 A. Payment licensing in Korea.

02:20:03 13 Q. Okay.

02:20:04 14 What is the regulatory issue with
02:20:06 15 respect to the payment licensing in Korea?

02:20:08 16 A. That's the part, it's unclear to the
02:20:12 17 company based on the records that the company have,
02:20:14 18 what is this regulatory issue or this licensing
02:20:18 19 issue is.

02:20:21 20 Q. If you take a look at the communications
02:20:25 21 here, Gigi Kwon is writing as gigi@terra.money.

02:20:31 22 Do you see that?

02:20:31 23 A. Yes.

02:20:32 24 Q. That's a TFL e-mail address?

02:20:34 25 A. Yes.

02:27:52 1 So, sitting here today, you, as the
02:27:53 2 company representative, cannot say whether CHAI
02:27:56 3 transactions were being put on the Terra blockchain
02:27:59 4 in June of 2019?

02:28:01 5 A. I cannot confirm that part, that whether
02:28:18 6 the CHAI transactions were put on the Columbus.

02:28:23 7 MR. KORNBLAU: As of --

02:28:24 8 A. As of, yeah, 6 -- 13 June 2019.

02:28:30 9 Q. Okay.

02:28:30 10 MS. STAREN: Let's go off the
02:28:31 11 record.

02:28:32 12 THE VIDEOGRAPHER: Going off the
02:28:33 13 record at 2:28 p.m.

02:28:35 14 (RECESS, 2:28 p.m. - 2:48 p.m.)

02:48:51 15 THE VIDEOGRAPHER: We are going back
02:48:52 16 on the record at 2:48 p.m.

02:48:52 17 (AM Exhibit 12, Third Amended Notice of Rule
02:48:58 18 30(b)(6) Deposition, was marked for identification.)

02:48:58 19 BY MS. STAREN:

02:48:59 20 Q. All right. I'm handing you what has
02:49:01 21 been marked Exhibit 12, which is a document titled
02:49:12 22 Third Amended Notice of Rule 30(b)(6) Deposition.

02:49:16 23 Do you recognize this document?

02:49:25 24 A. Yes.

02:49:26 25 Q. Okay.

03:08:27 1 And then in the next line, he says,

03:08:29 [REDACTED]

[REDACTED]

[REDACTED]

[REDACTED]

[REDACTED]

[REDACTED]

[REDACTED]

03:08:51 9 A. The company would not know.

03:08:52 10 Q. Well, looking at it now, is that what it
03:08:54 11 appears to you?

03:08:56 12 A. The company doesn't know.

03:08:58 13 Q. So as of this time, the date of this
03:09:04 14 chat is September 8, 2019, is it the company's
03:09:09 15 testimony that it does not know whether CHAI
03:09:12 16 transactions were being put onto the Terra
03:09:15 17 blockchain as of September 2019?

03:09:20 18 MR. KORNBLAU: Can you read that one
03:09:23 19 again?

03:09:25 20 Q. Sure.

03:09:25 21 Is it the company's testimony that
03:09:26 22 it does not know whether CHAI transactions were
03:09:28 23 being put onto the Terra blockchain as of September
03:09:31 24 2019?

03:09:59 25 A. The company does not know.

06:31:23 1 Q. Yeah. I know, without the row
06:31:26 2 numbers...

06:31:26 3 It's 26/01/21.

06:31:31 4 A. Okay.

06:31:31 5 Q. Dentons.

06:31:32 6 A. Yes.

06:31:33 7 Q. "Attorney-client" is the description.

06:31:35 8 A. Got it.

06:31:36 9 Q. Legal and professional fee.

06:31:37 10 A. Yes.

06:31:37 11 Q. [REDACTED] but it's listed under the
06:31:41 12 column of Credit.

06:31:44 13 Dentons wasn't paying TFL, was it?

06:31:48 14 A. My general understanding of what "debit"
06:32:25 15 and "credit" means is debit, money coming in,
06:32:29 16 credit, money going out.

06:32:30 17 As to what this document here refers
06:32:32 18 to "debit" and "credit" I'm not able to confirm
06:32:35 19 without having a proper review of the company
06:32:38 20 documents to confirm that.

06:32:39 21 Q. Thank you.

06:33:14 22 MS. STAREN: So I think that we are
06:33:23 23 done with our questions.

06:33:27 24 We do want to make a note for the
06:33:29 25 record that the SEC does intend to hold this

06:33:33 1 deposition open because, in our view, the witness
06:33:36 2 was not adequately prepared, and could not answer
06:33:40 3 many of the questions regarding topic areas that
06:33:43 4 were in the Rule 30(b)(6) Notice.

06:33:48 5 MR. KORNBLAU: Okay. Well, we
06:33:49 6 certainly don't agree, but we'll -- let's go off the
06:33:53 7 record, and finish up what we can for today.

06:33:57 8 MS. STAREN: Okay.

06:33:58 9 THE VIDEOGRAPHER: Going off the
06:33:59 10 record at 6:33 p.m.

06:34:00 11 (RECESS, 6:34 p.m. - 7:00 p.m.)

07:00:11 12 THE VIDEOGRAPHER: We are going back
07:00:12 13 on the record at 7:00 p.m.

07:00:18 14 MR. KORNBLAU: Thank you, Devon,
07:00:21 15 we're going to ask a few questions.

07:00:24 16 EXAMINATION

07:00:24 17 BY MR. KORNBLAU:

07:00:24 18 Q. Mr. Mathialagan, do you recall
07:00:31 19 testifying earlier about regulatory issues involving
07:00:39 20 CHAI?

07:00:39 21 A. Yes.

07:00:40 22 Q. Do you recall making a statement that
07:00:45 23 the regulatory issues were not related to the
07:00:49 24 blockchain?

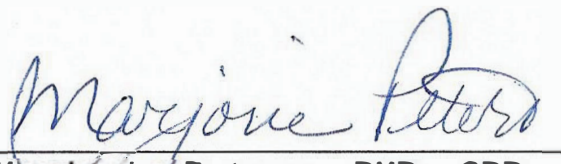
07:00:49 25 A. Yes.

CERTIFICATE OF COURT REPORTER

I, Marjorie Peters, Registered Merit Reporter, Certified Realtime Reporter, and Notary Public in the District of Columbia, before whom the foregoing deposition was taken, do hereby certify that the witness was placed under oath according to the law; that the foregoing transcript is a true and correct record of the testimony given; that said testimony was taken by me stenographically and thereafter reduced to typewriting under my direction, and that I am neither counsel for, related to, nor employed by any of the parties to this case and have no interest, financial or otherwise, in its outcome.

I further certify that signature was not waived by the witness.

IN WITNESS WHEREOF, I have hereunto set my hand this 4th day of October, 2023.



Marjorie Peters, RMR, CRR
My commission expires October 31, 2024.

